

EXHIBIT A



September 13, 2017

Renee B. Weiss
hhgregg, Inc. Official Committee of Unsecured Creditors
c/o DDR Corp.
3300 Enterprise Parkway
Beachwood, OH 44122

ATTORNEYS AT LAW

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Palo Alto, CA
San Diego, CA
Los Angeles, CA
Broomfield, CO
Seattle, WA
New York, NY
Reston, VA
Washington, DC
Boston, MA
Shanghai, P. R. China
London, United Kingdom

Invoice Number: 1798611
CL 01 60726

330759-201
HHgregg Committee

For services rendered through August 31, 2017

Fees	\$	219,251.00
Chargeable costs and disbursements	\$	2,298.32
Total Due on Current Invoice	\$	221,549.32



330759-201
HHgregg Committee

Invoice Number: 1798611
CL 01 60726

For services rendered through August 31, 2017 :

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
ASSET ANALYSIS AND RECOVERY				
08/01/17	Richelle Kalnit	Review detailed email re Swann vendor credit (.3) and proposed agreement re same (.2)	0.50	400.00
08/03/17	Richelle Kalnit	Review draft Tech Data settlement agreement	0.30	240.00
08/08/17	Richelle Kalnit	Review email re class action assets	0.20	160.00
08/09/17	Richelle Kalnit	Call with Debtors and DLA re class action assets bid/sale process	0.50	400.00
08/10/17	Richelle Kalnit	Emails re BSH (.1) and comment on settlement agreement (.1); review and comment on Tech Data agreement (.2)	0.40	320.00
08/14/17	Richelle Kalnit	Review and comment on asset monetization chart	0.20	160.00
08/15/17	Richelle Kalnit	Email re class action bid (.1); review and comment on notice re class action bid (.3); emails re same (.1)	0.50	400.00
08/16/17	Richelle Kalnit	Consider and emails re possible class action assets auction (.2); call with Debtors and GA re class action sale process and next steps (.6)	0.80	640.00
08/17/17	Richelle Kalnit	Emails re vendor credit issues impacted by preferences (.2); review email re Vantiv (.1) and review Vantiv complaint (.5)	0.80	640.00
08/21/17	Richelle Kalnit	Review motion re class action assets	0.10	80.00
08/22/17	Richelle Kalnit	Review class action bids (.2) and update status chart re same (.2); correspondence with bidder re bid issues (.8); call re vendor credits/preference issues (.4); follow up with Steinfeld re same (.3)	1.90	1,520.00
08/23/17	Richelle Kalnit	Emails re class action process (.3); review documents in preparation for auction (.4); prepare auction script (.8); numerous calls with bidders and estate constituents regarding bids and process issues (5.6)	7.10	5,680.00
08/24/17	Richelle Kalnit	Calls re class action process issues	0.60	480.00



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08/29/17	Richelle Kalnit	Review class action APA markup	0.50	400.00
08/31/17	Richelle Kalnit	Review email to potential bidder for class action assets	0.10	80.00
Task Total:			14.50	11,600.00

ASSET DISPOSITION

08/01/17	Melissa H. Boyd	Emails re: collecting credit card holdbacks, deposits, LC's and tax refunds	0.20	147.00
08/02/17	Melissa H. Boyd	Review motion and order re: class action hearing and email re: same	0.20	147.00
08/03/17	Melissa H. Boyd	Emails re: recovery on tax refunds, LC's, deposits and update chart re: same (.4); emails re: pursuit of vendor credits (.9); review settlement agreements and update chart re: same (.4)	1.70	1,249.50
08/04/17	Melissa H. Boyd	Emails re: pursuit of vendor claims and trade A/R (.5); emails re: pursuit of claims against D&O's (.2)	0.70	514.50
08/07/17	Melissa H. Boyd	Review LG settlement order and emails re: same (.2); emails re: vendor credit settlement and update chart re: same (.2); emails re: opportunity for tax refunds (.2); emails re: pursuit of vendor credits and trade A/R (.6); review account reconciliations, defenses and company position re: same (.3) and review memo re: claim against Warrantech (.2); emails re: D&O discovery review (.2)	1.90	1,396.50
08/08/17	Cathy Rae Hershcopf	Discuss class action asset bid process with Kalnit	0.30	316.50
08/08/17	Melissa H. Boyd	Emails re: collection of vendor credits	0.20	147.00
08/09/17	Cathy Rae Hershcopf	Confer with Kalnit re sale of class action claims	0.30	316.50
08/09/17	Melissa H. Boyd	Review vendor credit adversary dockets and negotiations status (.2); emails re: entering default judgments and negotiations status (.2)	0.40	294.00



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08/10/17	Richelle Kalnit	Email re class action process (.1) and review prior bid for APA (.1)	0.20	160.00
08/10/17	Melissa H. Boyd	Emails re: settling vendor credits and chargebacks (.2); review settlement agreement and update chart re: same (.2)	0.40	294.00
08/11/17	Melissa H. Boyd	Review documentation, pleadings, and emails re: vendor credit demand negotiations and settlement (.4); update chart re: same (.2)	0.60	441.00
08/11/17	Melissa H. Boyd	Review emails, settlement documentation and correspondence re: collecting vendor credits, letters of credit, preferential transfers, and tax refunds (.7); update charts re: same (.3); review LG and Samsung settlement agreements and emails re: same (.3)	1.30	955.50
08/11/17	Melissa H. Boyd	Prepare timeline and summary of documents reviewed re: D&O investigation	0.80	588.00
08/14/17	Melissa H. Boyd	Review documentation re: defense to vendor credit	0.20	147.00
08/15/17	Melissa H. Boyd	Review notice re: vendor credit litigation and emails re: same (.2); emails re: budget negotiations and filing (.2); emails re: monetizing assets and review open items re: same (.3)	0.70	514.50
08/16/17	Cathy Rae Hershcopf	Confer with Kalnit re: sale of class action assets.	0.40	422.00
08/16/17	Melissa H. Boyd	Emails re: Samsung payment and update charts re: same (.2); emails re: vendor credit actions (.5) and recovering tax refunds and letters of credit (.2); update charts re: same (.3) and emails re: needed information (.4); emails re: class action assets bids/sale (.2)	1.80	1,323.00
08/17/17	Melissa H. Boyd	Emails re: Vantiv complaint (.2); emails re: pursuit of vendor credits and A/R (.6); update chart re: same (.3); call re: budget negotiations and vendor credits (.2)	1.30	955.50



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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
08/18/17	Melissa H. Boyd	Emails re: budget negotiations (.2), vendor credit actions (.3), and pursuit of LC's (.2); review Vantiv complaint and emails re: same (.3)	1.00	735.00
08/23/17	Melissa H. Boyd	Emails re: budget negotiations and review budget re: same (.2); emails re: resolution of vendor collections and update chart re: same (.3); review default filings re: vendor complaint and update chart re: same (.2)	0.70	514.50
08/24/17	Melissa H. Boyd	Review filings re: vendor complaints and class action sale	0.20	147.00
08/25/17	Cathy Rae Hershcopf	Emails re sale of class action assets	0.30	316.50
08/25/17	Melissa H. Boyd	Review vendor action filings and update chart re: same	0.20	147.00
08/25/17	Melissa H. Boyd	Review discovery re: D&O investigation and emails re: same	0.50	367.50
08/29/17	Cathy Rae Hershcopf	Calls and emails re sale of calss action claims	0.60	633.00
08/30/17	Cathy Rae Hershcopf	Confer with R. Kalnit re sale of class action claims (.3) and follow up with lenders and debtors re same (.3)	0.60	633.00
08/30/17	Melissa H. Boyd	Emails re: vendor credit resolutions/negotiations and update chart re: same (.4); review D&O investigation documents and emails re: same (1.2); review motion and D&O policy re: paying preference defense costs from policy (1.1); review case law re: same (2.1); emails re: same (.3)	5.10	3,748.50
08/31/17	Melissa H. Boyd	Emails re: resolving and collecting vendor payments and update chart re: same (.4); case law and policy research re: D&O coverage of defense costs, preference actions and lifting stay re: same (8.1)	8.50	6,247.50
Task Total:			31.30	23,818.50
BUSINESS OPERATIONS				
08/02/17	Richelle Kalnit	Review MORs	0.20	160.00



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08/28/17	Richelle Kalnit	Review MORs	0.20	160.00
Task Total:			0.40	320.00

CASE ADMINISTRATION

08/01/17	Richelle Kalnit	Call with counsel for bonus creditors re case status	0.30	240.00
08/01/17	Melissa H. Boyd	Review trustee notices re: 341 meetings and creditors' committees	0.20	147.00
08/03/17	Richelle Kalnit	Review email re Lifeline (.1); call with Steinfeld re preference questions (.1); call with Hokanson and Brown re case issues including Lifeline, D&O, budget (.5); call with Steinfeld and Brown re preference (.5); emails re budget call tomorrow (.1)	1.30	1,040.00
08/07/17	Richelle Kalnit	Review memo re Warrantech claims	0.30	240.00
08/10/17	Richelle Kalnit	Review emails re Principal insurance and related motion	0.10	80.00
08/15/17	Richelle Kalnit	Draft email to committee re budget issues	0.50	400.00
08/15/17	Melissa H. Boyd	Review minutes re: 8/14 hearings	0.20	147.00
08/18/17	Mollie N. Canby	Add new adv case to M. Boyd and R. Kalnit's ECF accounts	0.10	24.00
08/23/17	Richelle Kalnit	Emails re go-forward issues in light of Judge's recusal (.2); call with Scherer re same (.2); call with Morrison re case issues including recusal, budget, class action status (.4); call with Mauceri re LL issue (.2)	1.00	800.00
08/23/17	Cathy Rae Hershcopf	Emails and calls re Judge's order of recusal	0.60	633.00
08/23/17	Melissa H. Boyd	Emails re: Judge Moberly's recusal and hearing cancellations re: same	0.20	147.00



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08/24/17	Richelle Kalnit	Confer with Hershcopf re open case issues including budget, D&O investigation and class action (.6); call with Debtors re class action issues and budget (1.0); conferences with Hershcopf re budget and case issues (.9); call with Morrison re same (.3); draft revised proposal (.8)	3.60	2,880.00
08/24/17	Cathy Rae Hershcopf	Field calls and emails from numerous creditors and their counsel re Judge Moberly's recusal and new judge	0.90	949.50
08/25/17	Melissa H. Boyd	Review new hearing notices and emails re: same	0.20	147.00
08/29/17	Richelle Kalnit	Call with Hokanson re upcoming hearing issues (.2); review request to fund KEIP/KERP payments and backup related thereto (.2); call with landlord counsel re case status (.1)	0.50	400.00
08/31/17	Melissa H. Boyd	Review court notices and emails re: rescheduled hearings	0.20	147.00
Task Total:			10.20	8,421.50

CLAIMS

08/01/17	Richelle Kalnit	Review Synchrony motion re LC issues	0.30	240.00
08/01/17	Melissa H. Boyd	Emails re: Electrolux adequate protection motion and hearing (.2); emails with creditor re: submitting claims and review register re: same (.2)	0.40	294.00
08/08/17	Richelle Kalnit	Call with creditor re claims question	0.10	80.00
08/08/17	Melissa H. Boyd	Emails re: allowance and payment of administrative claims	0.20	147.00
08/09/17	Richelle Kalnit	Review draft admin claim orders	0.20	160.00
08/09/17	Cathy Rae Hershcopf	Confer with Kalnit re US Transport motion for payment of administrative claims and other AP issues	0.40	422.00



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08/09/17	Cathy Rae Hershcopf	Confer with Kalnit re Debtors' objection to US Transport claim for administrative expense and other AP	0.40	422.00
08/10/17	Richelle Kalnit	Call with Debtors and lender re Synchrony issues (.6); review letter from Synchrony re same (.3); research re same (.6); call with Synchrony re same (.8)	2.30	1,840.00
08/10/17	Melissa H. Boyd	Emails re: resolving employee and administrative claims	0.20	147.00
08/15/17	Richelle Kalnit	Review Signifyd admin claim motion and stay relief motion	0.40	320.00
08/15/17	Melissa H. Boyd	Review Signifyd administrative expense claim and recoupment motion re: same	0.20	147.00
08/16/17	Richelle Kalnit	Review Synchrony objection	0.30	240.00
08/16/17	Melissa H. Boyd	Calls and emails to/from creditor re: case status and submitting claim	0.30	220.50
08/17/17	Richelle Kalnit	Emails re Hart admin claim issues	0.20	160.00
08/20/17	Cathy Rae Hershcopf	Emails re Synchrony and proposed settlement	0.40	422.00
08/21/17	Richelle Kalnit	Review landlord stub rent motions	0.10	80.00
08/21/17	Cathy Rae Hershcopf	Emails with Mandel re 2014 motion served on Ryder	0.20	211.00
08/23/17	Melissa H. Boyd	Emails re: resolving Synchrony claim	0.20	147.00
08/30/17	Melissa H. Boyd	Review recoupment motion and administrative claim request, and email re: same	0.30	220.50
08/31/17	Richelle Kalnit	Review admin claim motion	0.10	80.00
Task Total:			7.20	6,000.00

EMPLOYEE BENEFITS/PENSIONS

08/29/17	Cathy Rae Hershcopf	Confer with debtors re threats from GACP to refuse to approve payments for KERP/KEIP (.6) and follow up with Ventola re same (.2)	0.80	844.00
Task Total:			0.80	844.00



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FEE/EMPLOYMENT APPLICATIONS				
08/01/17	Melissa H. Boyd	Review entered interim fee orders and email re: same (.2); review budget and Committee professionals' fees and expenses requested/held back re: payment and amounts still owing (.4); emails re: same (.6)	1.20	882.00
08/07/17	Richelle Kalnit	Review prebill for compliance with UST guidelines	0.20	160.00
08/16/17	Melissa H. Boyd	Emails re: Province fee statement (.2); review guidelines re: same (.2); review July invoice and draft fee statement re: same (.2)	0.60	441.00
08/17/17	Melissa H. Boyd	Emails re: Province July fee statement	0.20	147.00
08/19/17	Cathy Rae Herschopf	Confer with Province and Boyd re Province rate increases July 1	0.20	211.00
08/23/17	Cathy Rae Herschopf	Confer with Boyd re Province rate increases	0.30	316.50
08/23/17	Melissa H. Boyd	Emails re: Province rate increase and edit draw notice re: same (.2); emails re: filing and serving Cooley and Province July fee statements and invoices (.2); reviewed filed fee statements and emails re: same (.2); emails re: second interim fee applications and review compensation order re: same (.3)	0.90	661.50
08/31/17	Mollie N. Canby	Begin working on Cooley's 2nd interim fee application and emails with M. Boyd re budget	2.40	576.00
08/31/17	Melissa H. Boyd	Review application and affidavits to employ ordinary course counsel and email re: same	0.30	220.50
08/31/17	Melissa H. Boyd	Emails re: drafting second interim fee application	0.20	147.00
Task Total:			6.50	3,762.50
FINANCING AND CASH COLLATERAL				
08/01/17	Richelle Kalnit	Emails re preference recovery assumptions for 2018 budget (.1); review revised budget (.2); call with Morrison re budget issues (.1)	0.40	320.00



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08/02/17	Richelle Kalnit	Review professional fee budget from Morrison	0.30	240.00
08/03/17	Richelle Kalnit	Review professional fee budget comparison (.4); prepare for and call with Morrison re same (.6); review revised version (.2) and email professionals re same (.1)	1.30	1,040.00
08/04/17	Richelle Kalnit	Call with DLA, Choate and Hokanson re budget (.6); call with Morrison re same (.4)	1.00	800.00
08/04/17	Richelle Kalnit	Review payables information and prior information re same	0.30	240.00
08/04/17	Cathy Rae Hershcopf	All hands budget call (.7); follow up with Kalnit and Morrison thereafter (.4)	1.10	1,160.50
08/04/17	Cathy Rae Hershcopf	Emails with Debtors (.2) and Province (.4) re outstanding administrative claims and critical vs. 506(c) distinction; call with Lenders and Debtors re same (.9)	1.50	1,582.50
08/07/17	Richelle Kalnit	Call with Hokanson re budget issues (.3); additional follow up and emails re same (.5)	0.80	640.00
08/07/17	Cathy Rae Hershcopf	Emails re budget issues with Debtor	0.60	633.00
08/08/17	Richelle Kalnit	Emails re budget issues (.2); call with Brown and Morrison re same (.3); multiple follow up with Morrison re same (1.4)	1.90	1,520.00
08/08/17	Cathy Rae Hershcopf	Follow up with Kalnit re budget and payment of AP	0.30	316.50
08/08/17	Cathy Rae Hershcopf	Emails with Kalnit and Morrison after call with GA re AP and budget	0.30	316.50
08/09/17	Cathy Rae Hershcopf	Review Choate bill	0.20	211.00
08/10/17	Cathy Rae Hershcopf	Emails re revising budget to be sure AP/506(c) expenses are paid (.4) and confer with Kalnit and Morrison (.3) re same	0.70	738.50
08/11/17	Richelle Kalnit	Calls with Morrison (.2) and Hershcopf/Morrison (.5) re HHG filed budget; call with Hokanson/Hershcopf/Herman re same (.3); follow up call with Hershcopf re same (.2)	1.20	960.00



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08/11/17	Cathy Rae Herschopf	Review Joint Notice of amendment of DIP Budget filed without any notice to the Committee (.4); confer with Kalnit and Morrison re same (.7); follow up with Debtors' counsel re same (.2); call with Debtors' counsel (.4); confer with Kalnit afterwards re next steps (.3)	2.00	2,110.00
08/12/17	Cathy Rae Herschopf	Emails re: Q3 budget filed by Debtors without any heads up to the Committee.	0.90	949.50
08/13/17	Richelle Kalnit	Preparation for hearing re administrative hole	5.60	4,480.00
08/13/17	Richelle Kalnit	Non-working travel (billed at 1/2 time)	2.50	2,000.00
08/13/17	Cathy Rae Herschopf	Confer with Kalnit and Province re: proposed budget (.8); emails with Debtors (.4) and BRG (.4) re: same.	1.60	1,688.00
08/14/17	Cathy Rae Herschopf	Preparation for 8/14 hearing (.8); calls with Kalnit and Morrison re: same (.7); follow up with Committee Members re: same (.4); participate telephonically in hearing (1.3); call with Kalnit after hearing re: budget issues and Judges's bench ruling (.4); follow up with Ventolla re: same (.1); emails to Kalnit re: budget (.4); subsequent emails re: same (.4).	4.50	4,747.50
08/15/17	Richelle Kalnit	Responses to questions re proposal (.2); call with Brown re same (.2) and email to Morrison re same (.1)	0.50	400.00
08/15/17	Richelle Kalnit	Review Brown response to offer (.1) and prepare response to same (.3)	0.40	320.00
08/15/17	Cathy Rae Herschopf	Calls and emails with Committee Members re: budget negotiations and payment of administrative claims.	0.70	738.50
08/16/17	Richelle Kalnit	Emails re payments under budget	0.20	160.00
08/18/17	Richelle Kalnit	Review revised splits (.3) and emails re same (.2); call with Morrison re same (.3)	0.80	640.00
08/18/17	Cathy Rae Herschopf	Confer internally and emails to all hands re need for Q3 budget with real progress on AP and sufficient reserves	0.70	738.50



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08/20/17	Richelle Kalnit	Review updated Q3 budget (.3) and emails re same (.3)	0.60	480.00
08/20/17	Cathy Rae Herschopf	Emails re 3Q budget and proposed splits	0.40	422.00
08/21/17	Richelle Kalnit	Review of budget and splits and develop list of questions re same (.9); call with Morrison re same (.6); call with Debtors/lenders re Q3 and beyond budget/splits (1.2); draft detailed email re budget issues (.8)	3.50	2,800.00
08/21/17	Cathy Rae Herschopf	Review draft Cooley proposal with respect to Q3 budget and splits and emails re same	0.60	633.00
08/22/17	Richelle Kalnit	Further emails re budget issues (.3); call with MLB and K&E re same (.4); call with Herschopf re same (.2); draft revised proposal (.6)	1.50	1,200.00
08/22/17	Cathy Rae Herschopf	Call with Kirkland and Morgan Lewis re budget issues and payment of administrative claims	0.70	738.50
08/23/17	Richelle Kalnit	Emails with Hokanson re Q3/Q4 and beyond budget (.2); emails with Herschopf and Morrison re same (.2); call with Hokanson re same (.3)	0.70	560.00
08/23/17	Cathy Rae Herschopf	Review and respond to emails re revised 3Q budget giving GACP everything it asked for	0.60	633.00
08/24/17	Cathy Rae Herschopf	Call with Debtors re budget issues (.6); confer with Kalnit re same (.4)	1.00	1,055.00
08/24/17	Cathy Rae Herschopf	Calls and emails with Debtors (.6) and GACP (.4) and Debtors again (.3) re budget negotiations with GACP and follow up with Kalnit (.2) and Morrison (.2) re same	1.70	1,793.50
08/25/17	Richelle Kalnit	Call with Hokanson re budget issues	0.20	160.00
08/25/17	Cathy Rae Herschopf	Confer with Kalnit (.2) and JH (.3) re carve out and protection for fees incurred	0.50	527.50
08/28/17	Richelle Kalnit	Emails re budget issues	0.50	400.00
08/29/17	Cathy Rae Herschopf	Review 3Q budget splits and 4Q projections (.9) and confer with R. Kalnit and Province re same (.6); confer with committee members re same (.4)	1.90	2,004.50



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08/29/17	Cathy Rae Herschopf	Call with debtors re budget (.7) and follow up with Ventola re same (.2)	0.90	949.50
08/29/17	Richelle Kalnit	Review revised proposal on budget and splits and compare to committee proposal (.5); confer with Herschopf re same and class action issues (.3); call with Debtors re same (.8); conferences with Herschopf re same (.5); call with Brown re same (.4); review / comment on GACP proposed budget modifications and splits (.5)	3.00	2,400.00
08/30/17	Cathy Rae Herschopf	Review and revise budget and split request (.8) and follow up with R. Kalnit (.4) and pre-call with SM (.7) re same and all hands call with lenders and debtors re budget (1.1); follow up with R. Kalnit and Morrison (.6) re same	3.60	3,798.00
08/30/17	Richelle Kalnit	Calls with Morrison (1.0) and Hokanson (.5) re budget issues; emails re budget issues (.6); call with Debtors, Wells and GACP re budget/splits issues (.8)	2.90	2,320.00
08/31/17	Cathy Rae Herschopf	Emails between debtors and GACP and responses thereto re budget compromise	0.60	633.00
08/31/17	Cathy Rae Herschopf	Confer with R. Kalnit re budget, debtors, GACP and outstanding AP (.4); follow up call re same with ICE, Kovacs, Peterson, Kalnit and Morrison (.9); follow up with Morrison on 6/17 holdbacks (.1); review JH draft to DLA/GACP (.4); provide comments to same (.6) and review others' comments to same (.3)	2.70	2,848.50
08/31/17	Richelle Kalnit	Calls with Herschopf re budget issues (.5); call with Debtors and Herschopf/Morrison re same (1.4); review Hokanson draft proposal and comment on same (.5)	2.40	1,920.00
Task Total:			62.80	57,966.50

LITIGATION

08/01/17	Richelle Kalnit	Review Riesbeck emails in furtherance of investigation	3.50	2,800.00
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08/01/17	Melissa H. Boyd	Review documents re: D&O investigation	2.10	1,543.50
08/02/17	Melissa H. Boyd	Review D&O discovery	1.20	882.00
08/03/17	Richelle Kalnit	Review of Riesbeck emails in furtherance of D&O investigation	1.30	1,040.00
08/03/17	Melissa H. Boyd	Emails re: Electrolux adequate protection motion	0.30	220.50
08/04/17	Melissa H. Boyd	Document review re: D&O claims investigation	5.00	3,675.00
08/07/17	Richelle Kalnit	Call with DLA re D&O investigation issues (.5); review of Miller Buckfire emails (3.3); call with Donilon re Ogletree production issues (.2)	4.00	3,200.00
08/07/17	Philip J. Anton	Assist case team with ESI review, for R. Kalnit and M. Boyd	0.40	96.00
08/07/17	Melissa H. Boyd	Review D&O investigation documents	2.90	2,131.50
08/08/17	Richelle Kalnit	Review Miller Buckfire emails in furtherance of D&O investigation (1.8); review Schuman email re WARN issues (.2)	2.00	1,600.00
08/08/17	Philip J. Anton	Assist case team with ESI review, for R. Kalnit	0.40	96.00
08/08/17	Melissa H. Boyd	Document review re: D&O investigation	1.50	1,102.50
08/09/17	Richelle Kalnit	Review of Stifel/MB emails in furtherance of D&O investigation	5.70	4,560.00
08/09/17	Melissa H. Boyd	Emails re: D&O investigation (.2); document review re: D&O investigation (6.7)	6.90	5,071.50
08/10/17	Richelle Kalnit	Call with Ogletree counsel re production issues	0.20	160.00
08/10/17	Eric J. Haber	Review emails of M. Owens re: call to discuss Just Marketing preference demand and respond twice	0.20	188.00
08/10/17	Eric J. Haber	Review emails of R. Kalnit and C. Hershcopf re: Riesbeck testimony	0.10	94.00
08/10/17	Eric J. Haber	Legal research on conduit defense	1.30	1,222.00
08/10/17	Melissa H. Boyd	Document review re: D&O investigation	5.50	4,042.50



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HHgregg Committee

Invoice Number: 1798611
 CL 01 60726

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
08/11/17	Melissa H. Boyd	Review summary judgment motion re: Electrolux complaint	0.20	147.00
08/11/17	Melissa H. Boyd	Review documents re: D&O investigation	1.00	735.00
08/14/17	Philip J. Anton	Assist with designing and applying search strategies to analyze electronically-stored information received from opposing party	0.90	216.00
08/14/17	Melissa H. Boyd	Emails re: D&O investigation and reviewing documents produced (.5); review documents produced re: D&O investigation and prepare time line of events leading up to sale (3.2)	3.70	2,719.50
08/15/17	Melissa H. Boyd	Review notice re: Electrolux proceeding and emails re: same	0.20	147.00
08/16/17	Richelle Kalnit	Review Boyd summary of WARN case	0.30	240.00
08/16/17	Melissa H. Boyd	Research WARN Act re: D&O investigation (1.5); emails re: same (.4)	1.90	1,396.50
08/17/17	Richelle Kalnit	Review tagged D&O investigation documents (1.0); call with Boyd re same (.2)	1.20	960.00
08/17/17	Philip J. Anton	Assist case team with ESI review, for R. Kalnit and M. Boyd	0.50	120.00
08/17/17	Dmitry Spektor	Assist case team with ESI review (.2); manage litigation support vendor regarding project objectives and established timeliness (.6)	0.80	224.00
08/21/17	Richelle Kalnit	Review HMI 2004 motion (.2) and draft email re same (.1); document review in furtherance of D&O investigation (.8); draft timeline of events (1.2); review and comment on Boyd timeline (.4)	2.70	2,160.00
08/21/17	Melissa H. Boyd	Review emails produced re: D&O investigation and edit timeline re: same	3.80	2,793.00
08/22/17	Richelle Kalnit	Revisions to timeline in furtherance of D&O investigation	0.20	160.00
08/23/17	Cathy Rae Hershcopf	Emails about and with Ryder re 2004 motion	0.30	316.50
08/23/17	Melissa H. Boyd	Review 2004 motion and objection thereto	0.20	147.00



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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
08/24/17	Richelle Kalnit	Review and comment on Ogletree agreement (.7); confer with Kupfer re D&O investigation issues (.5)	1.60	1,280.00
08/24/17	David H. Kupfer	Communicated with R. Kalnit re production of documents to other counsel and privilege (.5); sent R. Kalnit sample protective order (.1)	0.60	489.00
08/24/17	Melissa H. Boyd	Review D&O investigation discovery	0.60	441.00
08/28/17	Richelle Kalnit	Initial review of D&O insurance proceeds motion	0.20	160.00
08/28/17	Philip J. Anton	Assist with designing and applying search strategies to analyze electronically-stored information received from opposing party, for M. Boyd	0.70	168.00
08/28/17	Melissa H. Boyd	Edit D&O investigation timeline per R. Kalnit and review documents produced re: same (3.7); emails re: same (.2)	3.90	2,866.50
08/28/17	Melissa H. Boyd	Emails re: D&O investigation (.2) and resolving vendor credit demands (.2); review D&O investigation documents re: Board minutes and presentations (.8); emails re: same (.2)	1.40	1,029.00
08/28/17	David H. Kupfer	Reviewed committee bylaws and DIP order relating to production of documents	0.40	326.00
08/29/17	Philip J. Anton	Assist with designing and applying search strategies to analyze electronically-stored information received from opposing party, for M. Boyd	1.20	288.00
08/29/17	Melissa H. Boyd	Review D&O investigation documents (2.3) and emails re: same (.4); emails re: review of D&O policies (.2)	2.90	2,131.50
08/29/17	Richelle Kalnit	Review stay relief motion filed by D&Os (.6); draft email re same (.4)	1.00	800.00
08/30/17	Philip J. Anton	Assist with designing and applying search strategies to analyze electronically-stored information received from opposing party, for M. Boyd	0.60	144.00



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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
08/31/17	Richelle Kalnit	Review of board presentations and add summary of same to chart	0.30	240.00

Task Total: 77.80 56,569.50

RELIEF FROM STAY PROCEEDINGS

08/01/17	Melissa H. Boyd	Emails re: 2012 bonus creditors stay relief motion and objections to same	0.20	147.00
08/31/17	Richelle Kalnit	Review stay relief motion	0.10	80.00

Task Total: 0.30 227.00

TRAVEL

08/14/17	Richelle Kalnit	Non-working travel (billed at 1/2 time)	2.20	1,760.00
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Task Total: 2.20 1,760.00

LEASES AND EXECUTORY CONTRACTS

08/01/17	Richelle Kalnit	Emails re Throgmartin claims stipulation issues	0.10	80.00
08/20/17	Cathy Rae Hershcopf	Ping RP for update on lease negotiations (.1) and follow up with Province re same (.1)	0.20	211.00
08/30/17	Richelle Kalnit	Review emails re LL mechanics lien claim and draft stip re same	0.30	240.00

Task Total: 0.60 531.00

PREPARATION FOR AND ATTENDANCE AT COURT HEARINGS

08/14/17	Richelle Kalnit	Prepare for and attend hearing including conferences with Scherer, Hershcopf, Morrison and pre-hearing meetings with Debtors (9.0); post hearing discussion with Scherer, Hershcopf and Morrison (.7); develop proposal for Q3 budget and Q4+ splits (1.0)	10.70	8,560.00
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Task Total: 10.70 8,560.00



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CL 01 60726

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
AVOIDANCE ACTIONS				
08/01/17	Cathy Rae Hershcopf	Emails and calls with ASK re projected timing of recovery for preference claims	0.60	633.00
08/01/17	Melissa H. Boyd	Emails re: preference pursuit, settlement, and projected recoveries	0.80	588.00
08/01/17	Eric J. Haber	Review emails of R. Kalnit re: preference projections and J. Steinfeld response	0.20	188.00
08/02/17	Richelle Kalnit	Emails re preference settlement oversight issues	0.20	160.00
08/02/17	Melissa H. Boyd	Emails re: preference actions	0.40	294.00
08/02/17	Eric J. Haber	Discuss Zimmerman and Just Marketing/Andretti issues and defenses with K. Casteel	0.50	470.00
08/03/17	Cathy Rae Hershcopf	Email with counsel to Just Marketing	0.20	211.00
08/03/17	Cathy Rae Hershcopf	Confer with ASK re preference recovery	0.60	633.00
08/03/17	Melissa H. Boyd	Emails re: Just Marketing preference	0.30	220.50
08/03/17	Melissa H. Boyd	Emails re: preference settlements	0.20	147.00
08/03/17	Eric J. Haber	Review Andretti Auto Sports 2 contract	0.40	376.00
08/03/17	Eric J. Haber	Review email of M. Owens with analysis of Just Marketing defenses (.5); prepare email to C. Hershcopf, M. Boyd and R. Kalnit analyzing same (1.3)	1.80	1,692.00
08/03/17	Eric J. Haber	Legal research re: Seventh Circuit case law on preference issues	1.70	1,598.00
08/04/17	Melissa H. Boyd	Emails re: pursuing preference actions	0.20	147.00
08/07/17	Cathy Rae Hershcopf	Confer with Haber re Just Marketing, Andretti and Zimmerman (.4), emails with Lance and Kevin re same (.2)	0.60	633.00
08/07/17	Melissa H. Boyd	Emails re: pursuit of preference actions	0.20	147.00
08/07/17	Eric J. Haber	Prepare email to M. Owens re: Just Marketing defenses and documents	0.80	752.00



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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
08/07/17	Eric J. Haber	Review Just Marketing/AAZ documents (.5); discuss same and Just Marketing response and Zimmerman demand with C. Hershcopf (.2)	0.70	658.00
08/07/17	Eric J. Haber	Prepare email to K. Kovacs, L. Peterson and M. Mallon re: Zimmerman invoices (.6); review documents re: same (.4); review L. Peterson email re: Zimmerman invoices and respond (.1)	1.10	1,034.00
08/08/17	Cathy Rae Hershcopf	Confer with Haber re Just Marketing and Andretti	0.40	422.00
08/08/17	Cathy Rae Hershcopf	Confer with ASK re preference collections (.3) and follow up with Kovacs (.1) re same	0.40	422.00
08/08/17	Melissa H. Boyd	Emails re: pursuit and settlement of preference actions (.2); review preference analysis re: same (.2); call re: Zimmerman and Just Marketing/Andretti preference actions (.5)	0.90	661.50
08/08/17	Eric J. Haber	Call with M. Boyd re: Just Marketing/Andretti and Zimmerman defenses and issues	0.40	376.00
08/08/17	Eric J. Haber	Review emails of M. Owens and C. Hershcopf re: Just Marketing demand	0.10	94.00
08/08/17	Eric J. Haber	Review email of L. Peterson with Zimmerman Advertising documents	1.20	1,128.00
08/09/17	Eric J. Haber	Legal research of Westlaw for cases regarding preference issues	0.80	752.00
08/09/17	Eric J. Haber	Review Seventh Circuit case law re: preference issues	1.60	1,504.00
08/10/17	Cathy Rae Hershcopf	Confer with Haber re Just Marketing and Andretti (.3) and emails with Kalnit re Reisbeck (.2)	0.50	527.50
08/11/17	Eric J. Haber	Prepare for call re: Just Marketing/Andretti preference issues	0.40	376.00
08/11/17	Eric J. Haber	Telephone call with M. Owens re: Just Marketing/Andretti issues and defenses	0.70	658.00
08/11/17	Eric J. Haber	Review sponsorship agreement and link up with Andretti payments and potential defenses	0.40	376.00



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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
08/11/17	Eric J. Haber	Prepare updated demand letter to Andretti Autosports 2 (.8); review Krehl decision re: same (.4)	1.20	1,128.00
08/11/17	Eric J. Haber	Discuss Just Marketing/Andretti issues with C. Hershcopf	0.20	188.00
08/11/17	Eric J. Haber	Review case law re: defenses	2.60	2,444.00
08/14/17	Melissa H. Boyd	Emails re: pursuit of Andretti preference action (.3) and filing complaints (.2); review/analyze case law re: preference actions (.9)	1.40	1,029.00
08/14/17	Eric J. Haber	Prepare email to Committee re: Andretti Autosports 2 demand letter (.6); discuss same with C. Hershcopf (.2)	0.80	752.00
08/14/17	Eric J. Haber	Prepare memo re: analyzing defenses	2.00	1,880.00
08/14/17	Eric J. Haber	Prepare email to R. Lutman re: AA2 demand letter	0.20	188.00
08/14/17	Eric J. Haber	Review information re: Just Marketing/Andretti Autosports 2 payments and timing re: same	0.50	470.00
08/15/17	Melissa H. Boyd	Emails re: pursuit and settlement of preference actions (.2); call re: pursuit and analysis of Zimmerman, Just Marketing and Andretti preference actions (.7)	0.90	661.50
08/15/17	Eric J. Haber	Prepare memo analyzing defenses	1.50	1,410.00
08/15/17	Eric J. Haber	Call with M. Boyd re: Zimmerman's and Just Marketing/AA2 preference actions	0.70	658.00
08/16/17	Eric J. Haber	Work on memo re: defenses	1.20	1,128.00
08/16/17	Eric J. Haber	Review case law re: defenses	0.50	470.00
08/17/17	Melissa H. Boyd	Review produced emails re: preference actions (.4) and emails re: same (.2)	0.60	441.00
08/18/17	Melissa H. Boyd	Email and call re: Zimmerman preference (.2); review emails/analysis supporting preference actions (.4) and emails re: same (.3)	0.90	661.50
08/18/17	Eric J. Haber	Review email of M. Giugliano re: Zimmerman demand letter and requested extension	0.20	188.00
08/18/17	Eric J. Haber	Work on memo analyzing defenses	1.50	1,410.00



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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
08/18/17	Eric J. Haber	Review email of M. Boyd with Andretti and Zimmerman documents and respond (.2); review document (.6)	0.80	752.00
08/21/17	Eric J. Haber	Review email of R. Kalnit re: deadline for Zimmerman response (.1); discuss same with Kalnit (.1)	0.20	188.00
08/22/17	Cathy Rae Herschopf	Confer with Haber (.2) and email with Zimmerman's counsel (.2) re delay in responding in any way to demand	0.40	422.00
08/22/17	Eric J. Haber	Discuss Zimmerman demand with C. Herschopf (.1); prepare email to M. Giuliano re: same (.2)	0.30	282.00
08/22/17	Eric J. Haber	Review email of C. Herschopf re: Zimmerman defense analysis and respond	0.20	188.00
08/23/17	Cathy Rae Herschopf	Emails re Zimmerman's counsel re delay in responding to June demand letter	0.60	633.00
08/23/17	Melissa H. Boyd	Emails re: pursuit of Andretti and Zimmerman preference actions (.3) and review invoices and agreement re: same (.2); emails re: preference settlements (.2)	0.70	514.50
08/23/17	Eric J. Haber	Review emails of M. Giuliano and C. Herschopf re Zimmerman Advertising extension	0.20	188.00
08/23/17	Eric J. Haber	Review issues re: Just Marketing/Andretti Autosports 2 (.3); call with M. Owens re: demand (.1); prepare email to (i) M. Owens and (ii) K. Kovacs and L. Peterson re: Just Marketing/AA2 (.3)	0.70	658.00
08/23/17	Eric J. Haber	Review email of M. Owens with additional Just Marketing/AA2 invoices (.2); prepare email to M. Boyd re: same (.2)	0.40	376.00
08/23/17	Eric J. Haber	Review email of K. Kovacs with first Andretti Autosport sponsorship agreement	0.40	376.00
08/24/17	Cathy Rae Herschopf	Confer with ASK re new judge and procedural issues	0.30	316.50
08/25/17	Melissa H. Boyd	Emails re: preference actions	0.20	147.00



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<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
08/31/17	Cathy Rae Hershcopf	Confer with ASK re Haier and Whirlpool (.4) and request update for company (.2)	0.80	844.00
Task Total:			42.40	38,870.50

Total Fees **\$219,251.00**

Fee Summary:

<u>Timekeeper</u>	<u>Type</u>	<u>Rate</u>	<u>Hours</u>	<u>Total</u>
Cathy Rae Hershcopf	Partner	1055	42.90	45,259.50
Eric J. Haber	Special Counsel	940	30.70	28,858.00
Richelle Kalnit	Associate	800	97.20	77,760.00
David H. Kupfer	Associate	815	1.00	815.00
Melissa H. Boyd	Associate	735	87.90	64,606.50
Mollie N. Canby	Paralegal	240	2.50	600.00
Dmitry Spektor	Lit/E-Discovery Svcs.	280	.80	224.00
Philip J. Anton	Lit/E-Discovery Svcs.	240	4.70	1,128.00

For costs and disbursements recorded through August 31, 2017 :

Air Fare	8.00
Traveler: R. KALNIT - Other Fee - Indianapolis, IN - HHgregg budget hearing on 08/13/2017	
Air Fare	41.93
Traveler: R. KALNIT - Other Fee - Indianapolis, IN - Travel to Indianapolis for auction on 08/22/2017	
Hotels and Meals (Hotels)	291.33
Indianapolis, IN - HHgregg budget hearing 08/13/2017-08/14/2017	
Richelle Kalnit	
Hotels and Meals (Meals)	53.58
Indianapolis, IN - HHgregg budget hearing on 08/14/2017 with Richelle Kalnit, n/a	
n/a	
Richelle Kalnit	
Meals	233.00



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HHgregg budget hearing on 08/13/2017 Richelle Kalnit	48.07
July 2017 - Monthly Storage & User Access Fees & Project Mgmt TransPerfect Document Management, Inc.	1,314.58
Reproduction of Documents	8.90
Taxi	298.93
Total Costs	\$2,298.32
Total:	\$221,549.32



September 13, 2017

Renee B. Weiss
hhgregg, Inc. Official Committee of Unsecured Creditors
c/o DDR Corp.
3300 Enterprise Parkway
Beachwood, OH 44122

330759-201
HHgregg Committee

ATTORNEYS AT LAW

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94111-5800
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www.cooley.com

Taxpayer ID Number
94-1140085

Palo Alto, CA
San Diego, CA
Los Angeles, CA
Broomfield, CO
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New York, NY
Reston, VA
Washington, DC
Boston, MA
Shanghai, P. R. China
London, United Kingdom

Invoice Number: 1798611
CL 01 60726

REMITTANCE ADVICE

Please include this Remittance Advice with your payment

For current services rendered through 8/31/2017-Invoice No. 1798611:

Fees	\$	219,251.00
Chargeable costs and disbursements	\$	2,298.32
Total Due on Current Invoice	\$	221,549.32

Outstanding Balance from prior Invoices as of 9/13/2017 *(May not reflect recent payments)*

<u>Invoice Number</u>	<u>Invoice Date</u>	<u>Balance</u>	<u>Late Charges</u>	<u>Balance Due</u>
1756188	5/16/2017	253,253.26	0.00	253,253.26
1766767	6/15/2017	200,998.48	0.00	200,998.48
1781008	7/25/2017	231,919.12	0.00	231,919.12
1789038	8/16/2017	158,374.65	0.00	158,374.65

Total Outstanding Balance from prior Invoices (Disregard if paid) **\$ 844,545.51**

Total Amount Due on Current and Prior Invoices. **\$ 1,066,094.83**



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Invoice Number: 1798611
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Cooley LLP
101 California Street, 5th floor
San Francisco, CA 94111-5800

Tax ID# 94-1140085

Payment may be made by wire transfer or ACH:

Wells Fargo Bank - San Francisco, CA 94104

Account # 4129155206 ABA Routing # 121000248 Swift # WFBIUS6S

**When making electronic payments please provide invoice number(s)
and send remittance advice to AR@cooley.com**

Invoices are due and payable upon receipt. Any unpaid balance after 30 days may
accrue late charges.